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To: Division of Corporations  
Fax Number : (850) 205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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TALLAHASSEE, FLORIDA

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**VINCLA, LLC**

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| Certificate of Status | 1        |
| Certified Copy        | 1        |
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**ARTICLES OF ORGANIZATION FOR**  
**VINCLA, LLC**

**ARTICLE I**

The name of the Limited Liability Company is VINCLA, LLC.

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company is: 740 Harbor Drive, Key Biscayne, Florida 33149.

**ARTICLE III**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV**

The Limited Liability Company is to be managed by the members individually and the name(s) and address(es) of the members are:

Vincenzo Di Martino  
740 Harbor Drive  
Key Biscayne, FL 33149

Claudia Buscema  
740 Harbor Drive  
Key Biscayne, FL 33149

**ARTICLE V**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: The majority of the members, majority based on the financial interest of each member, shall consent in writing to the admission of additional members.

**ARTICLE VI**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

THIS DOCUMENT PREPARED BY  
CRISTINA DE OLIVEIRA, ESQ.  
DE OLIVEIRA & ASSOCIATES, P.A.  
804 Douglas Road Suite 565  
Coral Gables, FL 33134  
(305) 444-9012

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The remaining members shall have the right to continue the business of the Company by purchasing the interest of the dissociated member's distributional interest. The members with majority of financial interest shall have priority in purchasing the interest of the dissociated member.



Cristina De Oliveira  
Incorporator

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: VINCLA, LLC
2. The name and the Florida Street Address of the registered agent are:

Corina Maddalozzo  
740 Harbor Drive  
Key Biscayne, Florida 33149

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Corina Maddalozzo

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